

NORTH
AMERICAN
CAR

NORTH AMERICAN CAR CORPORATION

33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

RECORDATION NO. 13182-N
Filed 1425

MAR 30 1982 -2 40 PM

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 13583-A
Filed 1425

MAR 30 1982 -2 40 PM

2-0891135

No. MAR 30 1982

Fee \$ 40.00

ICC Washington, D. C.

March 25, 1982

RECORDATION NO. 7525-L
Filed 1425

MAR 30 1982 -2 40 PM

Edward H. Goddard
General Counsel
Investor Management Programs
Law Department
312.853.5324

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Secretary:

*Mrs. Bennett -
we think this will be
13182-N
but please check file.*

I have enclosed an original and several counterparts of the document described below, to be recorded pursuant to Section 11303 of title 49 of the U.S. Code.

This document is a Supplement, a secondary document, dated as of March 25, 1982.

The primary document to which this is connected is recorded under Recordation No. 13182.

The names and addresses of the parties to the document are as follows:

Bailor and
Assignee:

The Connecticut Bank and Trust Company,
as Trustee under Trust Agreement dated
as of April 13, 1981 with General
Electric Credit and Leasing Corporation
One Constitution Plaza
Hartford, Connecticut 06115

Attn: Corporation Trust Dept.

Bailee and
Assignor:

North American Car Corporation
33 West Monroe Street
Chicago, Illinois 60603

A description of the equipment covered by the document follows:

- 7 - 3000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 94502-94508
- 11 - 5000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 550140-550142, 550146-550153

Secretary, ICC
March 25, 1982
Page 2

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger presenting this document.

A short summary of the document to appear in the index follows:

Supplement dated as of March 25, 1982 to Bailment Agreement and Assignment of Leases dated as of February 20, 1981 between The Connecticut Bank and Trust Company, as Trustee under Trust Agreement dated as of 4/13/81 with General Electric Credit and Leasing Corporation, One Constitution Plaza, Hartford, Connecticut 06115, Attn: Corporate Trust Dept., Bailor and Assignee, and North American Car Corporation, 33 West Monroe Street, Chicago, Illinois 60603, Bailee and Assignor, covering the following equipment:

- 7 - 3000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 94502-94508
- 11 - 5000 cu. ft. covered hopper cars, pressure differential unloading (15 psi), 100 ton trucks (LO), SN 550140-550142, 550146-550153

Sincerely,



Edward H. Soderstrom II
Attorney for North American
Car Corporation

EHS:bmt
Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

OFFICE OF THE SECRETARY

Edward H. Soderstorm II
North American Car Corporation
33 West Monroe
Chicago, Illinois 60603

March 30, 1982

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/30/82 at 2:40PM, and assigned re-recording number(s). 6235-O, 7525-L, 13182-N, & 13583-A

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

MAR 30 1982 - 2 40 PM

SUPPLEMENT, dated as of March 25, 1982, to the ASSIGNMENT AND ASSIGNMENT OF LEASES, dated as of February 20, 1981, (the "Assignment"), between the Connecticut Bank and Trust Company, acting not in its individual capacity but solely as Trustee (the "Trustee") under a Trust Agreement, dated as of April 13, 1981, with General Electric Credit and Leasing Corporation, a Delaware corporation ("GECC"), and NORTH AMERICAN CAR CORPORATION, a Delaware corporation ("NACC"):

WHEREAS, NACC and the Trustee desire to add the units of railroad equipment referred to in Schedule A hereto (the "Equipment") to the Assignment;

WHEREAS, NACC and the Trustee desire to assign the leases referred to in Schedule B hereto (the "Leases") to the Assignment;

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Assignment, the Trustee and NACC agree as follows:

Article I. Definitions, Interpretation

1.01. The definitions set forth or incorporated by reference in the Assignment are incorporated herein by reference to the same extent as if set forth herein, except as herein otherwise provided.

1.02. In the event of any discrepancy between the provisions of this Supplement and the provisions of the Assignment, the provisions of the Assignment shall control and the provisions hereof are expressly made subject thereto.

Article II. Supplement to Assignment

2.01. The Assignment is hereby supplemented to add the Leases and the Equipment thereto.

Article III. Representation and Warranties

3.01. The representations, warranties and covenants of NACC in the Assignment are true and correct on and as of the date hereof as though made on and as of this date.

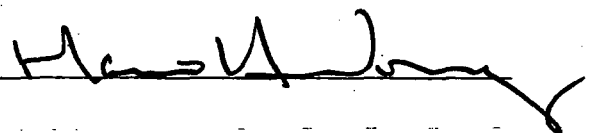
IN WITNESS WHEREOF, NACC and GECC have executed this Supplement as of this 25th day of March, 1982

NORTH AMERICAN CAR CORPORATION

ATTEST:



By



THE CONNECTICUT BANK AND TRUST COMPANY,
acting not in its individual capacity
but as Trustee under a Trust Agreement,
dated as of April 13, 1981, with
General Electric Credit and Leasing
Corporation

ATTEST:

By



AGENT

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 25 day of March 1982, before me personally appeared Harold Wong, to me personally known, who, being by me duly sworn says that he is a Director- Investor Management Programs of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Debra A. Kelly
Notary Public

(Notarial Seal)

My Commission Expires Feb. 22, 1983

STATE OF Conn.)
) SS.:
COUNTY OF Fairfield

On this 25th day of March, 1982, before me personally appeared Chris Lundberg, to me personally known, who, being by me duly sworn, says that (s)he is an agent of the Trustee and that said instrument was signed on behalf of said Trustee by authority of appointment dated July 27, 1981, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Trustee.

Pandora Tsouros
Notary Public

(Notarial Seal)

PANDORA TSOUROS
NOTARY PUBLIC
My Commission Expires Mar. 31, 1988

SCHEDULE A

Description of
Equipment
(including AAR
designation)

Quantity

Reporting Mark
(Inclusive)

Serial Number
(Inclusive)

3000 cubic foot
covered hopper
cars, pressure
differential
unloading (15 PSI)
100-ton trucks, Class Lo

7

NAHX 94502-
94508

94502-94508

5000 cubic foot
covered hopper
cars, pressure
differential unloading
(15 PSI) 100-ton
trucks, CLASS LO

8

NAHX 550146-550153

550146-550153

5000 cubic foot
covered hopper
cars, pressure
differential
unloading (15 PSI)
100-ton trucks
Class LO

3

NAHX 550140-550142

550140-550142

SCHEDULE B

<u>Dates and Numbers of Master Lease and Rider</u>	<u>Reporting Marks of Equipment Subject to Lease</u>	<u>Serial Numbers of Equipment Subject to Lease</u>	<u>Description of Equipment (in- cluding AAR design)</u>
Car Leasing Agreement 5137 5317 (dated 1/1/78) Rider No. 6 (dated 3/23/82)	NAHX 94502-94508	94502-94508	3000 cubic foot covered hopper car, pressure differential unloading (15 PSI) 100-ton trucks Class Lo
Car Leasing Agreement 3224-4 (dated 9-12-74) Rider No. 14 (dated 1-26-82)	NAHX 550146-550153	550146-550153	5000 cubic foot covered hopper cars, pressure differential unloading (15 PSI), 100-ton trucks, CLASS IO
Car Leasing Agreement 7196 (Dated 3/7/75) Rider No. 28 (Dated 1-22-82)	NAHX 550140-550142	550140-550142	5000 cubic foot covered hopper cars, pressure differential unloading (15 PSI) 100-ton trucks Class IO